

# United States Bankruptcy Court

In re R&G Financial Corporation,  
Debtor

Case No. 10-04124  
Chapter 11

## SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$0.00		
B - Personal Property	Yes	5	\$ 28,120,667.17		
C - Property Claimed as Exempt	N/A				
D - Creditors Holding Secured Claims	Yes	1		\$ 31,836,521.53	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	3		\$ 22,400.06	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	4		\$326,297,558.81	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	N/A				
I - Current Income of Individual Debtor(s)	N/A				\$
J - Current Expenditures of Individual Debtors(s)	N/A				\$
<b>TOTAL</b>		16	\$ 28,120,667.17	\$ 358,156,480.40	

In re R&G Financial Corporation,  
DebtorCase No. 10-04124  
(If known)**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a co-tenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
None				
Total ►	\$0.00			

(Report also on Summary of Schedules.)

In re R&G Financial Corporation,  
DebtorCase No. 10-04124  
(If known)**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

TYPE OF PROPERTY (as of May 31, 2010)	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.				\$195.78
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		DIP Account - Citibank NA - xxxxxx0929 Bank Account - R-G Premier Bank of PR - xxxxxx0082 Bank Account - R-G Premier Bank of PR - xxxxxx1917 Certificate of Deposit - Government Development Bank -xxxxx005		\$2,959,995.55 \$298,668.37 \$364,105.63 \$300,000.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			

In re R&G Financial Corporation,  
DebtorCase No. 10-04124  
(If known)

## SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		R&G Acquisition Holdings Corporation R&G Portfolio Management R&G Capital Trust III, V, VI		\$2,563,435.00* \$0.00 \$2,163,541.00
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and non-negotiable instruments.		Bonds		\$29,767.00
16. Accounts receivable.		See attached Schedule B16.		\$2,718,808.71
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A – Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

\* - Value for R&G Acquisition Holdings Corporation reflects its book value, computed using the accrual basis of accounting. R&G Acquisition Holdings Corporation presently holds assets (in the form of cash) of \$5,880,904.49, some of which is not reflected in the book value of R&G Acquisition Holding Corporation due to recognition differences between cash basis accounting and accrual basis accounting.

In re R&G Financial Corporation,  
DebtorCase No. 10-04124  
(If known)**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH- OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.				\$18,344.00**
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		tax prepayment loan participations		\$549,529.30 \$16,154,286.83 (see attached schedule B35)
			2 continuation sheets attached	Total ► \$ 28,120,677.17

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

\*\* - Many of the Debtor's office equipment, furnishings, and supplies remain located at the offices of the Debtor's former wholly owned subsidiary, R-G Premier Bank of Puerto Rico ("RG Premier"). Due to the closure of RG Premier and appointment of the Federal Deposit Insurance Corporation as receiver for RG Premier, the Debtor has not been able to access or remove these items from RG Premier's offices.

**R&G Financial Corporation**  
**United States Bankruptcy Court - District of Puerto Rico**  
**Case No. 10-04124**  
**Schedules of Assets and Liabilities**

**Schedule B16**  
**Accounts Receivable (As of 04-30-2010)**

Customer name	0–30 days	31–60 days	61–90 days	91–120 days	121+ days	Customer totals	Notes
Doris Nicole					\$ 1,000.00	\$ 1,000.00	Rent Deposit
Jorge Alicea					\$ 1,000.00	\$ 1,000.00	Rent Deposit
Francisco Javier					\$ 4,300.00	\$ 4,300.00	Rent Deposit
Gamaliel Rodríguez					\$ 750.00	\$ 750.00	Rent Deposit
Juan Hernández					\$ 1,000.00	\$ 1,000.00	Rent Deposit
Lourdes Rodríguez			\$ 4,500.00			\$ 4,500.00	Rent Deposit
Crowe Horwath					\$ 100,000.00	\$ 100,000.00	Escrow Fund
Due from affiliates	\$ 9,707.08					\$ 9,707.08	
Misc. - RG Investments					\$ 35,950.08	\$ 35,950.08	Trade Accounts RG Inv
Patton Boggs	\$ 150,264.00					\$ 150,264.00	Retainer
Piefrantoni, Méndez & Alvarez	\$ 150,000.00					\$ 150,000.00	Retainer
R&G Acquisition Holdings Corporation	\$ 83,325.00	\$ 107,612.09	\$ 16,275.75	\$ 58,150.00	\$ 1,994,974.71	\$ 2,260,337.55	Advances and Receivables
<b>TOTALS</b>	<b>\$ 93,032.08</b>	<b>\$ 407,876.09</b>	<b>\$ 20,775.75</b>	<b>\$ 58,150.00</b>	<b>\$ 2,138,974.79</b>	<b>\$ 2,718,808.71</b>	

R&G Financial Corporation  
 United States Bankruptcy Court - District of Puerto Rico  
 Case No. 10-04124  
 Schedules of Assets and Liabilities

Schedule B35  
 Other Personal Property - Loan Participations  
 As of 04-30-2010

Loan Number	Name	Original Amount	Current Balance	Specific Reserve & Charge OFF	Net Loans	Impaired	Def Fees	Charge Offs & Reserves	Net Book Balance
1600426579	Adams Homes	\$ 25,000.000.00	\$ 758,119.81	\$ (13,201.53)	\$ 744,918.28		\$ (7,847.55)	\$ (21,049.08)	\$ 737,070.73
1600394785	Fountaine Park Developers	\$ 12,280,000.00	\$ 2,522,190.46	\$ (756,150.79)	\$ 1,766,039.67		\$ (756,150.79)	\$ 1,766,039.67	
1600408270	Heathbrook	\$ 16,357,396.00	\$ 14,426,547.53	\$ (12,557,325.75)	\$ 1,869,221.78	\$ (369,360.00)	\$ (12,926,685.75)	\$ 1,499,861.78	
1600408296	John T. Callahan III	\$ 5,437,363.00	\$ 3,847,977.37	\$ (2,961,827.41)	\$ 886,149.96	\$ (262,536.21)	\$ (3,224,363.62)	\$ 623,613.75	
1600408304	John T. Callahan III	\$ 1,597,637.00	\$ 92,891.73	\$ (5,664.20)	\$ 87,227.53		\$ (5,664.20)	\$ 87,227.53	
1600404337	Okamarion Venture	\$ 11,790,000.00	\$ 11,641,923.51	\$ (9,458,720.95)	\$ 2,183,202.56		\$ (9,458,720.95)	\$ 2,183,202.56	
1600408254	TW//Olson-Magnolia	\$ 37,500,000.00	\$ 24,677,733.62	\$ (13,877,590.15)	\$ 10,800,143.47	\$ (1,225,754.00)	\$ (15,103,344.15)	\$ 9,574,389.47	
1600416810	Walker JR. Berry J	\$ 1,664,740.00	\$ -	\$ -	\$ -		\$ -	\$ -	
1600416778	Walker JR. Berry J	\$ 6,810,300.00	\$ 4,351,950.75	\$ (4,528,783.24)	\$ (176,832.49)	\$ (131,360.00)	\$ (8,926.17)	\$ (4,669,069.41)	\$ (317,118.66)
	Total	\$ 118,437,436.00	\$ 62,319,334.78	\$ (44,159,264.02)	\$ 18,160,070.76	\$ (1,989,010.21)	\$ (16,773.72)	\$ (46,185,047.95)	\$ 16,154,286.83

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H – Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.



Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

<b>CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)</b>	<b>CODEBTOR</b>	<b>HUSBAND, WIFE, JOINT, OR COMMUNITY</b>	<b>DATE CLAIM WAS INCURRED, NATURE OF LIEN , AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN</b>	<b>CONTINGENT</b>	<b>UNLIQUIDATED</b>	<b>DISPUTED</b>	<b>AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL</b>	<b>UNSECURED PORTION, IF ANY</b>
<b>ACCOUNT NO.</b>								
FirstBank International Branch PO Box 9416 San Juan, PR 00908-0146			2004 line of credit, converted to term loan in 2007. Secured by interest in loan participations.	X	X	X	\$31,836,521.53	Unknown
<b>ACCOUNT NO.</b>			VALUE \$					
<b>ACCOUNT NO.</b>								
			VALUE \$					
<b>ACCOUNT NO.</b>								
			VALUE \$					
Subtotal ► (Total of this page)							\$	\$
Total ► (Use only on last page)							\$ 31,836,521.23	\$ Unknown
(Report also on Summary of Schedules.)							(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)	

continuation sheets  
attached

In re R&G Financial Corporation,  
Debtor

Case No. 10-04124  
(if known)

## **SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

**Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

**Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

**Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

**Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

**In re R&G Financial Corporation,**  
Debtor

**Case No. 10-04124**  
*(if known)*

**Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,775\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

**Deposits by individuals**

Claims of individuals up to \$2,600\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

**Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

**Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

**Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

*\* Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

\_\_\_\_\_ continuation sheets attached

In re R&G Financial Corporation,  
DebtorCase No. 10-04124  
(if known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

**Type of Priority for Claims Listed on This Sheet**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
Account No.									
R-G Premier Bank of Puerto Rico Retirement Plan PO Box 2510 Guaynabo, PR 00970-2510			wage withholding contribution to 401(k) plan for employees April, 2010				\$8,691.67	\$8,691.67	
Account No.									
Secretario de Hacienda Edificio Intendente Ramirez Paseo Covadonga San Juan, PR 00901-2618			withholdings for services performed by independent contractors April, 2010 up to May 14, 2010				\$13,708.39	\$13,708.39	
Account No.									
Account No.									
Sheet no. ___ of ___ continuation sheets attached to Schedule of Creditors Holding Priority Claims				Subtotals► (Totals of this page)	\$	\$			
				Total► (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)	\$ 22,400.06				
				Totals► (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)		\$ 22,400.06	\$		

In re R&G Financial Corporation,  
DebtorCase No. 10-04124  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data..

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
ACCOUNT NO.							
R&G Capital Trust III, V, VI c/o Wilmington Trust Co., Steven Cimalore Rodney Square North 1100 North Market Street Wilmington, DE 19890-1615							\$325,000,000.00
ACCOUNT NO.							
Fifth Third Bank 21 East State Street Columbus, OH 43215					X	X	\$1,285,502.27
ACCOUNT NO.							
American Stock Transfer 6201 15th Avenue 2nd Floor Brooklyn, NY 11219							\$ 3,000.00
\$336						Subtotal ►	\$ 326,288,502.27
\$						Total ►	\$
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)							

X continuation sheets attached

In re R&G Financial Corporation,  
DebtorCase No. 10-04124

(if known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							\$ 2,645.54
Carlos M. Machado PA 2030 Douglas Road Suite 210 Coral Gables, FL 33134							
ACCOUNT NO.							\$ 1,525.85
AT&T PO Box 105068 Atlanta, GA 30348-5068							
ACCOUNT NO.							\$ 1,484.75
Information Resources Group PMP 637, Suite 105 89 De Diego Ave San Juan, PR 00927-6346							
ACCOUNT NO.							\$ 1,315.00
Bowne of Atlanta, Inc. PO Box 101691 Atlanta, GA 30392-1691							
ACCOUNT NO.							\$ 543.76
ADP, Inc. PO Box 9001006 Louisville, KY 40290-1006							
Sheet no. <u>2</u> of <u>4</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal ►	\$ 7,514.90		
				Total ►	\$		
				(Use only on last page of the completed Schedule F.)			
				(Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)			

In re R&G Financial Corporation,  
DebtorCase No. 10-04124

(if known)

## SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							\$ 420.08
Aflac 1932 Wynton Rd Columbus, GA 31999-0797							
ACCOUNT NO.							\$ 399.31
AT&T Mobility PO Box 6463 Carol Stream, IL 60197-6463							
ACCOUNT NO.							\$ 365.75
CT Corporation System PO Box 4349 Carol Stream, IL 60197-4349							
ACCOUNT NO.							\$ 222.75
National Life Insurance PO Box 366107 San Juan PR 00936-6107							
ACCOUNT NO.							\$ 133.75
Martin Printing PO Box 362934 San Juan, PR 00936-2934							
Sheet no. <u>3</u> of <u>4</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims				Subtotal►	\$ 1,541.64		
				Total►	\$		
				(Use only on last page of the completed Schedule F.)			
				(Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)			

In re R&G Financial Corporation,  
DebtorCase No. 10-04124  
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.					X		Unknown
Zaragoza & Alvarado PO Box 195598 San Juan, PR 00919-5598							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
Sheet no. <u>4</u> of <u>4</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal►	\$ Unknown
Total► (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)							\$ 326,297,558.81

In re R&G Financial Corporation,  
DebtorCase No. 10-04124  
(if known)**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
VIG Leasing 1225 Ponce de Leon San Juan, PR 00907	Lease of nonresidential real property, 1225 Ponce de Leon Suite 106 San Juan, PR 00907
	Insurance Policies - See attached Schedule G1

**R&G Financial Corporation**  
**United States Bankruptcy Court - District of Puerto Rico**  
**Case No. 10-04124**  
**Schedules of Assets and Liabilities**

**Schedule G1**  
**Insurance Policies**

Policy Type	Policy #	Carrier	Begin	End	Limits
Commercial Package	30CP81026395-9	Seguros Triple S	11/30/09	11/30/10	Building, Improv. & Contents: \$102,650,297; Buss. Inc.: \$5MM; CGL \$1MM Occ \$2MM Agg.; B&M \$3MM
EDP (EDP, ATMs & Fine Arts)	CIM0920212	Fireman's Fund Ins. Co.	11/30/09	11/30/10	ATM: \$2,164,581; EDP \$9,885,112; Fine Arts \$360,000.
Business Auto	CA46035272-9	Seguros Triple S	11/30/09	11/30/10	CSL Liability \$1MM
Garage	CA46035273-9	Seguros Triple S	11/30/09	11/30/10	Garage Liability \$1MM/\$3MM Garage Keeper \$100,000
Business Auto (Repossessed Vehicles)	CA46035274-9	Seguros Triple S	11/30/09	11/30/10	Based on monthly reports. Comprehensive & Collision \$1MM; Liability limits \$500,000
Valuable Papers - Primary	CIM0920211	Fireman's Fund Ins. Co.	11/30/09	11/30/10	\$10MM Primary
Valuable Papers - Excess	1549100900636	Mapfre	11/30/09	11/30/10	\$15MM xs \$10MM Primary
Umbrella - Primary	47PR700136	ACE Insurance	11/30/09	11/30/10	\$35,000,000
Umbrella - Excess	LQ1B71209184028	Liberty Mutual	11/20/09	11/30/10	\$15MM xs \$35MM Primary
Fiduciary Liability	DO1489	ACE Insurance	12/30/09	12/30/10	\$10,000,000
Director & Officer	ELU108674-08	XL Specialty Ins.	12/30/09	12/30/10	\$25,000,000
Excess Side A D&O	ELU108668-08	XL Specialty Ins.	12/30/09	12/30/10	\$10,000,000
Employment Practices Liability (EPL)	DO1477	ACE Insurance	12/30/09	12/30/10	\$5,000,000
Financial Institution Bond	63PR2327	ACE Insurance	11/30/09	11/30/10	\$25,000,000
Bankers Professional Liability	FLP2030	ACE Insurance	12/30/09	12/30/10	\$5,000,000
Executive Risk Liability	ZG000707OV6641	Lloyds	12/01/09	12/01/10	

In re R&G Financial Corporation,  
Debtor

Case No. 10-04124  
(if known)

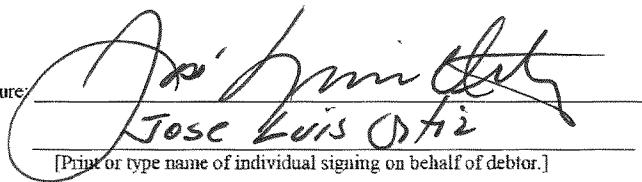
## DECLARATION CONCERNING DEBTOR'S SCHEDULES

### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the Contract Manager [the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership] of the R&G Financial Corp [corporation or partnership] named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 17 sheets (Total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date 06-21-2010

Signature:



Jose Luis Ortiz

[Print or type name of individual signing on behalf of debtor.]

*[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]*

*Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.*